

September 7, 2004

D.T.E. 04-76

NOTICE OF FILING AND PUBLIC HEARING

Petition of Aquaria LLC, a seller in bulk of desalinated water, for a determination regarding the applicability of G.L. c. 164 and G.L. c. 165, including its status as a water company and its obligations regarding any consolidation, sale, merger, financing, and annual reporting.

On July 28, 2003, Aquaria LLC ("Aquaria" or "Company") filed with the Department of Telecommunications and Energy ("Department") a petition for a determination regarding the applicability of G.L. c. 164 and G.L. c. 165, including its status as a water company and its obligations regarding any consolidation, sale, merger, financing, and annual reporting. The Company states that it intends to construct, finance, own, and operate a water desalinization facility in the Town of Dighton as well as related pipes and mains and other accessory facilities to convey the desalinated water. The Company states that it will convey wholesale by bulk contracts the desalinated water to certain cities and towns, including the City of Brockton. The Company anticipates issuing approximately \$37,000,000 in term notes, the proceeds of which will be applied to the construction of the water desalinization facility. The Department docketed this matter as D.T.E. 04-76.

The Department will conduct a public hearing to receive comments on Aquaria's Petition at the Department's offices, One South Station, 2nd Floor, Boston, Massachusetts 02110 on **Wednesday, September 29, 2004, at 10:00 a.m.** Any person wishing to submit comments may do so at this time or submit written comments not later than 5:00 p.m. that day. The Department plans to hold a procedural conference, if necessary, and evidentiary hearing immediately following the conclusion of the public hearing.

Any person who desires to participate in the evidentiary phase of this proceeding must file a written petition for leave to intervene or to participate with the Department not later than **Friday, September 17, 2004**. A petition to intervene must satisfy the timing and substantive requirements of 220 C.M.R. § 1.03, including a description of the manner in which the petitioner is substantially and specifically affected by this proceeding. Receipt by the Department -- not mailing -- constitutes filing and determines whether a petition has been

timely filed. A late filed petition may be disallowed as untimely, unless good cause is shown under 220 C.M.R. § 1.01 (4). To be allowed, a petition under 220 C.M.R. § 1.03 (1) must satisfy the standing requirements of G.L. c. 30A, § 10.

Any persons wishing to submit written comments and petitions to intervene should file - not later than **10 a.m.** on the dates noted above - as follows: an original with Mary L. Cottrell, Secretary, Department of Telecommunications and Energy - One South Station - 2nd Floor, Boston, Massachusetts 02110; two copies with the assigned Hearing Officer (Caroline M. Bulger); and four (4) copies with A. John Sullivan, Rates and Revenue Requirements Division. One copy of all written comments or petitions to intervene should also be sent to Aquaria's attorney, Andrew H. Cohn, Esq., Wilmer Cutler Pickering Hale and Dorr LLP, 60 State Street, Boston, MA 02109.

All written pleadings or comments also must be submitted to the Department in electronic format using one of the following methods: (1) by e-mail attachment to dte.efiling@state.ma.us and caroline.bulger@state.ma.us; or (2) on a 3.5" floppy diskette, IBM-compatible format. The text of the e-mail or the diskette label must specify: (1) an easily identifiable case caption; (2) docket number; (3) name of the person or company submitting the filing; and (4) a brief descriptive title or document (e.g., comments or petition to intervene). The electronic filing should also include the name, title and phone number of a person to contact in the event of questions about the filing. Text responses should be written in either Word Perfect (naming the document with a ".wpd" suffix) or in Microsoft Word, (naming the document with a ".doc" suffix). Data or spreadsheet responses should be compatible with Microsoft Excel. Documents submitted in electronic format will be posted on the Department's Website, <http://www.mass.gov/dpu>.

A copy of Aquaria's filing is on file at the Department's offices, One South Station, Boston, Massachusetts 02110 for public view during business hours. Copies of the filing are also on file for public view at Wilmer Cutler Pickering Hale and Dorr LLP, 60 State Street, Boston, MA, Boston, Massachusetts 0210. Any person desiring further information regarding Aquaria's filing should contact Andrew Cohn, Esq. at (617) 526-6000.

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ORDER OF NOTICE

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Aquaria, LLC shall, no later fourteen days prior to **Wednesday, September 29, 2004**, give notice of said hearing by publication hereof in either the Boston Globe or the Boston Herald, and in the Taunton Daily Gazette and The Enterprise (Brockton). The Company shall make return of service and publication at the time of the public hearing.

By Order of the Department,

MARY L. COTTRELL, SECRETARY